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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
BALDWIN PLACE, LLC
(a Florida Limited Liability Company)

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THIS IS TO CERTIFY THAT:

FIRST: This Article amends the Articles of Organization of Baldwin Place, LLC.

SECOND: The Articles of Organization were filed with the Florida Department of State on February 18, 2004 and assigned document number L04000013400.

THIRD: The following Articles are added to the Articles of Organization:

"ARTICLE V. PURPOSE

The purpose of the Company shall be solely to acquire, operate and dispose of that certain real property which is commonly known as Baldwin Place, and which is located at Baldwin Road East, Lynn Haven, Florida (the "Property"). So long as the Company is obligated on any indebtedness or obligations of any kind whatsoever to LaSalle Bank National Association, a national banking association (and its successors and/or assigns, collectively, "Lender"), except upon the express prior written consent of Lender: (i) the foregoing statement of purpose shall not be amended; and (ii) the Company shall not hold or acquire, directly or indirectly, any ownership interest (legal or equitable) in any real or personal property other than the Property, or become a shareholder of or member or partner in any entity which acquires or holds any property other than the Property.

ARTICLE VI. ANTI-DISSOLUTION PROVISION

Notwithstanding anything to the contrary contained in these Articles, the Company and its Managers and Members hereby waive their right to dissolve or terminate (and waive their right to consent to the dissolution or termination of) the Company or these Articles, and shall not take any action towards that end, so long as the Company is obligated on any indebtedness or obligations of any kind whatsoever to Lender, except upon the express prior written consent of Lender. Further, the death, retirement, incapacity, insanity, expulsion or resignation, bankruptcy, insolvency,

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dissolution or other similar proceeding of, or pertaining to, any Manager or Member, or any other event or act causing dissolution of the Company pursuant to Chapter 608, Florida Statutes or these Articles, shall not constitute an event of liquidation, dissolution or termination of the Company or these Articles, except upon the express prior written consent of Lender. Any amendments to this provision of Article VI of these Articles shall require the prior written consent of Lender, provided that such consent shall not be required once the Company no longer has any indebtedness or other obligation of any kind whatsoever owing or due Lender. This Article shall cease to be of further force or effect once the Company no longer has any outstanding indebtedness or other obligation of any kind whatsoever owing or due Lender."

IN WITNESS WHEREOF, this Article of Amendment has been duly executed and is being filed in accordance with Section 608.411 F.S., this 9th day of August 2007.



(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Steve G. Counts

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TALLAHASSEE, FLORIDA

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